

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
VICTORIA DIVISION

IN RE:
§
LACK'S STORES, INCORPORATED,
§ CASE NO. 10-60149
ET AL.,¹ §
DEBTORS. § (Chapter 11)
§ (Jointly Administered)

**ORDER APPROVING SALE OR ABANDONMENT OF
MISCELLANEOUS PERSONAL PROPERTY**

[Related to Docket No. 362]

On February __, 2011, the Court considered the *Debtors' Expedited Motion to Approve Sale or Abandonment of Miscellaneous Personal Property* (the "Motion").² The Court finds that the relief requested in the Motion is in the best interests of the Debtors' estates, creditors, and other parties in interest, that the sale of the Personal Property is a valid exercise of the Debtors' business judgment, that adequate notice of the Motion has been given and no other notice need be given, and that good cause has been shown for the relief requested. Therefore, it is hereby

ORDERED that the Motion is granted in its entirety. It is further

ORDERED that the Debtors are authorized pursuant to Bankruptcy Code §§ 363(b) and (f), without further Order of the Court, to sell the Personal Property free and clear of all liens, claims, encumbrances, and other interests, if any, with such liens, claims, encumbrances, and interests attaching to the net proceeds of the sales with the same validity and priority, subject to any rights and defenses the Debtors may have with respect thereto. It is further

¹ The Debtors and the last four digits of their tax identification numbers are Lack's Stores, Incorporated (6528), Merchandise Acceptance Corporation (0972), Lack's Furniture Centers, Inc. (9468), and Lack Properties, Inc. (8961).

² Capitalized terms used but not otherwise defined herein have the meanings given to them in the Motion.

ORDERED that the Debtors' creditors, including the Senior Lenders, are authorized and directed to execute such documents and take all other actions as may be necessary to release any liens or encumbrances, to the extent any such liens or encumbrances exist, relating to the Personal Property, including but not limited to the turnover of certificates of title relating to the Vehicles. It is further

ORDERED that purchasers of the Personal Property shall have the protections afforded pursuant to Bankruptcy Code § 363(m). It is further

ORDERED that current and former employees may purchase the Personal Property. It is further

ORDERED that the Debtors and their auctioneer shall not be required to comply with applicable state and local laws governing the auctions referenced in the Motion, including statutes and regulations set forth in the Texas Department of Motor Vehicles' Motor Vehicle Dealer Manual; provided, however, the Debtors and their auctioneer shall comply with applicable state and local public health and safety laws and applicable general laws with respect to such auctions. It is further

ORDERED that the Debtors are authorized to abandon and dispose of Personal Property at any time and by any means as the Debtors may elect in the exercise of their business judgment. It is further

ORDERED that the Debtors are authorized to execute and deliver all instruments and documents and take such other action as may be necessary or appropriate to implement and effectuate the transactions contemplated by this Order. It is further

ORDERED that the Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

SIGNED THIS ____ day of January, 2011.

Jeff Bohm
United States Bankruptcy Judge